

STEPTOE & JOHNSON

ATTORNEYS AT LAW

1330 CONNECTICUT AVENUE

WASHINGTON, D. C. 20036

ROBERT J. CORBER

(202) 429-8108

October 11, 1988

RECORDATION NO. 10844-
OCT 11 1988 9 29 AM
INTERSTATE COMMERCE COMMISSION

Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
Room 2215
Washington, D.C. 20423

Dear Ms. McGee:

Enclosed for filing and recordation pursuant to the provisions of 49 U.S.C. §11303 are the original and one copy of the document hereinafter described. It relates to the railroad equipment identified below.

1. Equipment Schedule No. 6 dated as of December 1, 1984 between Brae Transportation, Inc., as lessor and CSX Transportation, as successor to Seaboard System Railroad, as lessee.

The equipment subject to this agreement consists of 684 railcars bearing the marks as stated in the document.

The names and addresses of the parties to the documents are as follows:

Lessor: Brae Transportation, Inc.
One Hundred Sixty Spear St.
San Francisco, CA 94105

Lessee: CSX Transportation, Inc.
Third and Railroad Avenue
Phillipsburg, Kansas 67661

Please file and record the document and index it under the names set forth above. Since this is a secondary document related to the lease recorded under Recordation Number 10844 it is requested that this document be given the next available letter designation under Recordation Number 10844. We are informed that the next available letter designation is HH.

A fee of \$13.00 is enclosed. Please return the original and any extra copies not needed by the Commission for recordation to the person presenting this letter.

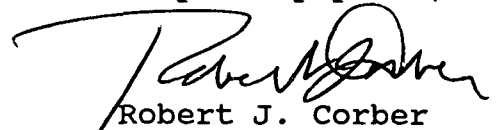
Quoted by [Signature]

Ms. Noreta McGee
October 11, 1988
Page 2

A short summary of each document to appear in the index follows:

1. Equipment Schedule No. 6 dated as of December 1, 1984 between Brae Transportation, Inc. and CSX Transportation, successor to Seaboard System Railroad, covering railcars as stated in the document.

Very truly yours,



Robert J. Corber
Attorney for Brae
Transportation, Inc.

Enclosures as stated

EQUIPMENT SCHEDULE NO. 6

COPY

BRAE TRANSPORTATION, INC. ("Lessor") hereby leases the following covered hopper cars to CSX TRANSPORTATION, INC., formerly Seaboard System Railroad, Inc. ("Lessee") pursuant to that certain Lease Agreement dated as of December 1, 1984 (the "Agreement").

AAR Mech. Design.	Description	Number of Cars	Car Markings and Car Number(s)	Number of Cars	Car Markings and Car Number(s)
I. LO	4750 cubic capacity covered hoppers	82	SBD 252715-252750 252752-252756 252758-252764 252766-252771 252773-252777 252779-252782 252784 252787 252789-252804 252806	9	*CSXT 252751, 252757 252765, 252772 252778, 252785 252786, 252788 252805
	REGISTRATION NO. 10844-HA OCT 11 1988 - 4 15 PM INTERSTATE COMMERCE COMMISSION				
LO	4650 cubic capacity covered hoppers	55	SBD 252807 252810-252812 252814-252816 252818 252820 252824 252826 252829 252832 252835-252838 252841 252843-252845 252849-252850 252853-252855 252857 252860-252861 252868-252870 252874 252880 252882 252886-252892 252894-252895 252897-252902 252904 252906-252907 252909 252912	49	*CSXT 252808-252809 252813, 252817 252819, 252821 252823, 252822 252825, 252827 252830-252831 252833-252834 252839-252840 252842 252846-252848 252851-252852 252856 252858-252859 252862-252867 252871-252873 252875-252879 252881 252883-252884 252893, 252896 252903, 252905 252908, 252910 252911

Fixed monthly rent per car:	January 19, 1985-January 18, 1986	\$230
	January 19, 1986-January 18, 1987	\$260
	January 19, 1987-January 18, 1988	\$300
	January 19, 1988-January 19, 1990	\$350

*Formerly marked with SBD markings; car numbers remain the same.
5868L-1

	AAR Mech. Design.	Description	Number of Cars	Car Markings and Car Number(s)	Number of Cars	Car Markings and Car Number(s)
II.	LO	4750 cubic capacity covered hoppers	89	SBD 252913-252926 252928-252942 252944-252948 252950-252953 252955-252962 252964-252977 252979-252989 252992-253000 253002-253010	9	*CSXT 252927, 252943 252949, 252954 252963, 252978 252290-252291 253001

Fixed monthly rent per car:	March 8, 1985-March 7, 1986	\$230
	March 8, 1986-March 7, 1987	\$260
	March 8, 1987-March 7, 1988	\$300
	March 8, 1988-March 7, 1990	\$350

	AAR Mech. Design.	Description	Number of Cars	Car Markings and Car Number(s)	Number of Cars	Car Markings and Car Number(s)
III.	LO	4650 cubic capacity covered hoppers	88	SBD 253011-253028 253032-253042 253044-253049 253051-253062 253065-253071 253073-253082 253084 253086-253087 253089-253093 253095-253110	12	*CSXT 253029-253031 253043, 253050 253063-253064 253072, 253083 253085, 253088 253094

Fixed monthly rent per car:	September 29, 1985-September 28, 1986	\$230
	September 29, 1986-September 28, 1987	\$260
	September 29, 1987-September 28, 1988	\$300
	September 29, 1988-September 28, 1990	\$350

*Formerly marked with SBD markings; car numbers remain the same.

<u>AAR Mech. Design.</u>	<u>Description</u>	<u>Number of Cars</u>	<u>Car Markings and Car Number(s)</u>	<u>Number of Cars</u>	<u>Car Markings and Car Number(s)</u>
IV. LO	4650 cubic capacity covered hoppers	254	SBD 253112-253124 253126-253147 253149 253151-253165 253167-253176 253178-253182 253184-253189 253192-253198 253200-253210 253212-253221 253223-253224 253226-253231 253233-253238 253240-253244 253246 253248-253254 253256-253260 253263-253264 253266-253275 253277-253280 253282-253285 253287-253288 253290-253304 253306-253313 253316-253320 253322-253326 253328 253330-253346 253348-253351 253353-253359 253361-253366 253368-253371 253374-253376 253378-253391 253393-253403	37	*CSXT 253125, 253148 253150, 253166 253177, 253183 253190-253191 253199, 253211 253222, 253225 253232, 253239 253245, 253247 253255 253261-253262 253265, 253276 253281, 253286 253289, 253305 253314-253315 253321, 253327 253329, 253347 253352, 253367 253372-253373 253377, 253392

Fixed monthly rent per car:	October 22, 1985-October 21, 1986	\$230
	October 22, 1986-October 21, 1987	\$260
	October 22, 1987-October 21, 1988	\$300
	October 22, 1988-October 21, 1990	\$350

*Formerly marked with SBD markings; car numbers remain the same.

Lessor and Lessee hereby agree that this Equipment Schedule No. 6 shall supersede Equipment Schedule No. 5 and such Equipment Schedule No. 5 shall become null and void as of the date hereof.

Lessor and Lessee hereby incorporate by reference all of the terms, conditions and provisions of the Agreement in this Schedule.

IN WITNESS WHEREOF, the parties hereto have executed this Schedule as of the _____ day of _____, 1988

BRAE TRANSPORTATION, INC.

By

Printed Name

Title

Date

CSX TRANSPORTATION, INC.

By

Printed Name

Title

Date

OF Maryland)
OF Baltimore) ss.

On this 26th day of July, 1988, before me personally
red Smart M. Stigall, to me personally known, who being by me
sworn, did depose and say that such person
General Manager - Car Mgmt of the CSX Transportation, Inc., and that
foregoing Equipment Schedule No. 6 was signed on behalf of said corporation by
rity of its board of directors, and such person acknowledged that the execution of
oregoing instrument was the free act and deed of such corporation.

[seal]

Martin J. Deel
Notary Public

My Commission Expires July 1, 1990

OF CALIFORNIA)
OF SAN FRANCISCO) ss.

On this 28 day of July, 1988, before me personally
ly Donald B. Littlefield, to me personally known, who being
ly sworn says that such person is President - Rail Division of
sportedation, Inc., and that the foregoing Equipment Schedule No. 6 was signed on
said corporation by authority of its board of directors, and such person
ged that the execution of the foregoing instrument was the free act and deed of
oration.

[seal]

Suzanne Guido
Notary Public

OFFICIAL SEAL
SUZANNE GUIDO
ARY PUBLIC-CALIFORNIA
and County of SAN FRANCISCO
mmission Expires Aug 14, 1989